

# **New Jersey Public Broadcasting Authority Meeting of the Members of the Board**

September 9, 2014 at 12:00 p.m.

Department of the Treasury  
Conference Room and by Conference Call  
New Jersey State House  
125 W. State Street  
Trenton, New Jersey 08608

## **MINUTES**

Andrew Sidamon-Eristoff, Chair, Presiding

Minutes of the meeting of the New Jersey Public Broadcasting Authority (“NJPBA” or “Authority”) held at the Conference Room of the Department of the Treasury at the New Jersey State House, 125 W. State Street, Trenton, New Jersey, 08608, on September 9, 2014 at 12:06 p.m.

### **1. CALL TO ORDER, OPEN PUBLIC MEETINGS ACT STATEMENT AND ROLL CALL**

Chair of the NJPBA Board, Mr. Andrew Sidamon-Eristoff, called the meeting to order. Chair Sidamon-Eristoff read the Open Public Meetings Act statement as follows: In accordance with the provisions of the Open Public Meetings Act of the State of New Jersey, notice of this meeting has been filed with the Office of the Secretary of State, has been posted on the appropriate bulletin boards maintained for such purposes by the Authority, and distributed by press release to two daily newspapers in New Jersey. Notice was made in advance of this meeting.

Chair Sidamon-Eristoff then requested a roll call. NJPBA Members present and participating at the meeting were Chair Sidamon-Eristoff; Anthony Della Pelle (*via phone*); and John Inglesino (*via phone*). Also present and participating were Kavin K. Mistry, Assistant Attorney General; John Blair, NJPBA Executive Director; John Servidio, General Manager of Public Media NJ, Inc.; Robert Feinberg, WNET General Counsel; Rick Williams, NJPBA Director of Engineering; Bruce Wortmann, NJPBA Assistant Director of Engineering; Steven Petrecca, Assistant State Treasurer; Amy Herbold, Governor’s Authorities Unit; Michael Collins, Governor’s Authorities Unit; and Nichol R. Gee, NJPBA Office Manager (*taking minutes*).

**2. RESOLUTION APPROVING THE MINUTES OF THE DECEMBER 19, 2013 MEETING**

Chair Sidamon-Eristoff asked for a motion to approve a Resolution Approving the Minutes of the December 19, 2013 Meeting. Mr. Inglesino made a motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to approve the Resolution Approving the Minutes of the December 19, 2013 Meeting was voted upon and approved unanimously.

**3. ELECTION OF CHAIR**

Chair Sidamon-Eristoff requested nominations for Chair of the New Jersey Public Broadcasting Authority. Mr. Della Pelle made a motion to appoint Andrew Sidamon-Eristoff as Chair of the New Jersey Public Broadcasting Authority. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to appoint Andrew Sidamon-Eristoff as Chair of the New Jersey Public Broadcasting Authority was voted upon and approved unanimously. Chair Sidamon-Eristoff thanked the Board Members.

**4. ELECTION OF VICE CHAIR**

Chair Sidamon-Eristoff made a motion to appoint Anthony Della Pelle as Vice Chair of the New Jersey Public Broadcasting Authority. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to appoint Anthony Della Pelle as Vice Chair of the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**5. RESOLUTION APPROVING THE FISCAL YEAR 2015 BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**RESOLUTION APPROVING THE FISCAL YEAR 2015 BUDGET  
FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Members of the Authority are required to approve a budget for the Authority; and

**WHEREAS**, the staff of the Authority recommends approval of the budget for

the time period beginning on July 1, 2014 through and including June 30, 2015 of the Authority (the "Fiscal Year 2015 Budget") attached hereto as Exhibit A, authorizing a total expenditure of \$2,175,000 by the Authority during the course of Fiscal Year 2015.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the Fiscal Year 2015 Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the Fiscal Year 2015 Budget, including the payment of legal fees for FCC special counsel and any costs to effectuate the Transfer Act.

2. In the event the amount eventually appropriated to the Authority as set forth in the Fiscal Year 2015 Appropriations Act differs from the amount set forth in the Fiscal Year 2015 Budget, the Executive Director is directed to prepare an amended Fiscal Year 2015 Budget taking into account such differences for consideration and approval by the Members of the Authority.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving the Fiscal Year 2015 Budget for the New Jersey Public Broadcasting Authority. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Andrew Sidamon-Eristoff asked if there was any discussion. Mr. Della Pelle asked if the materials sent in preparation for the July meeting, which was postponed, were the same materials all Members were reviewing at this current meeting. Chair Sidamon-Eristoff confirmed they were the same. Chair Sidamon-Eristoff asked for a roll call vote. The motion to approve the Resolution Approving the Fiscal Year 2015 Budget for the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**6. RESOLUTION APPROVING AN AMENDED AND RESTATED 2012 CAPITAL BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**RESOLUTION APPROVING AN AMENDED AND RESTATED  
2012 CAPITAL BUDGET  
FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the "Authority") was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the "Original Act"), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the "Transfer Act," and together with the Original Act, the "Act"); and

**WHEREAS**, under the Programming and Services Agreement dated as of July 1, 2011 (the “Programming and Services Agreement”) by and between the New Jersey Public Broadcasting Authority (“NJPBA”) and Public Media NJ, Inc. (“PMNJ”), PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”), on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJS(TV) Camden, W36AZ Sussex, W49BE Hackettstown and W43CH Belvidere)(collectively, the “Stations”) in the State’s public broadcasting system; and

**WHEREAS**, the Authority is responsible for keeping in good working order and repair the transmission equipment and facilities, including, but not limited to, the Authority’s microwave hub site at Lawrenceville, N.J., transmitters and transmission lines, all necessary auxiliary facilities, and all electrical and utility services (collectively, the “Transmission Facilities”) serving the Stations in the State’s public broadcasting system; and

**WHEREAS**, the Authority adopted a capital budget on December 15, 2011, authorizing a total expenditure of \$1,197,000 by the Authority in 2012 to undertake certain capital projects; and

**WHEREAS**, the amounts budgeted need to be revised based on updated costs for the Authority- approved capital projects; and

**WHEREAS**, Authority staff recommends approval of an amended and restated 2012 capital budget (the “Amended and Restated 2012 Capital Budget”) attached hereto as Exhibit A, authorizing a total expenditure of \$1,740,858 by the Authority on the approved capital projects as described in the Amended and Restated 2012 Capital Budget.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the Amended and Restated 2012 Capital Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the Amended and Restated 2012 Capital Budget.

2. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving an Amended and Restated 2012 Capital Budget for the New Jersey Public Broadcasting Authority. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to

approve the Resolution Approving an Amended and Restated 2012 Capital Budget for the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**7. RESOLUTION APPROVING A 2015 CAPITAL BUDGET FOR THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**RESOLUTION APPROVING A 2015 CAPITAL BUDGET  
FOR THE  
NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, under the Programming and Services Agreement dated as of July 1, 2011 (the “Programming and Services Agreement”) by and between the New Jersey Public Broadcasting Authority (“NJPBA”) and Public Media NJ, Inc. (“PMNJ”), PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”), on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJS(TV) Camden, W36AZ Sussex, W49BE Hackettstown and W43CH Belvidere)(collectively, the “Stations”) in the State’s public broadcasting system; and

**WHEREAS**, the Authority is responsible for keeping in good working order and repair the transmission equipment and facilities, including, but not limited to, the Authority’s microwave hub site at Lawrenceville, N.J., transmitters and transmission lines, all necessary auxiliary facilities, and all electrical and utility services (collectively, the “Transmission Facilities”) serving the Stations in the State’s public broadcasting system; and

**WHEREAS**, the Authority will undertake certain capital projects with respect to the Transmission Facilities as more fully described in the capital budget for 2015 (the “2015 Capital Budget”) attached hereto as Exhibit A; and

**WHEREAS**, the staff of the Authority recommends approval of the 2015 Capital Budget attached hereto as Exhibit A, authorizing a total expenditure of \$245,550 by the Authority during the course of the 2015 Capital Budget; and

**WHEREAS**, the Treasurer of the State intends to appropriate \$245,550 to the Authority from the Trust Fund for New Jersey Public Broadcasting for the purpose of undertaking the capital projects as set forth in the 2015 Capital Budget, subject to the availability of funds; and

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE  
NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the 2015 Capital Budget of the Authority, as set forth in Exhibit A attached hereto and hereby authorize the Executive Director of the Authority to take all actions necessary to implement the 2015 Capital Budget.

2. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve a Resolution Approving a 2015 Capital Budget for the New Jersey Public Broadcasting Authority. Mr. Inglesino made a motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff asked for a roll call vote. The motion to approve the Resolution Approving a 2015 Capital Budget for the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**8. RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING  
AUTHORITY CONCERNING CERTAIN EQUIPMENT PURCHASES BY  
PUBLIC MEDIA NJ, INC. IN SUPPORT OF PROGRAMMING ON THE  
STATIONS**

**RESOLUTION OF THE NEW JERSEY PUBLIC BROADCASTING  
AUTHORITY CONCERNING CERTAIN EQUIPMENT PURCHASES BY  
PUBLIC MEDIA NJ, INC. IN SUPPORT OF PROGRAMMING ON THE  
STATIONS**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, pursuant to the Transfer Act, the Authority entered into a Programming and Services Agreement (the “PMNJ Agreement”) dated as of July 1, 2012, with Public Media NJ, Inc. (“PMNJ”), whereby PMNJ has agreed to provide programming, including New Jersey-centric news, public affairs and information programming (the “Programming”) on the stations (WNJT(TV) Trenton, WNJB(TV) New Brunswick, WNJN(TV) Montclair, WNJX(TV) Camden, W36AZ Sussex, W49BE Hackettstown and W43CH Belvidere)(collectively, the “Stations”) in the State of New Jersey’s (the “State”) public broadcasting system; and

**WHEREAS**, PMNJ is a New Jersey not-for-profit corporation, with WLIW, L.L.C., as

its sole member; the sole member of WLIW is WNET.ORG (“WNET”);

**WHEREAS**, Section 22 of the Transfer Act established in the Department of the Treasury the Trust Fund for Support of Public Broadcasting (the “Trust Fund”) as a restricted, nonlapsing, revolving fund to be managed and invested by the State Treasurer; and

**WHEREAS**, all moneys appropriated to the Trust Fund, all interest accumulated on balances in the Trust Fund and all cash received for the Trust Fund from any other source are dedicated solely for the support of a public broadcasting system serving the State and all moneys in the Trust Fund are appropriated in such amounts determined by the State Treasurer to the entity or entities selected to operate a public broadcasting system pursuant to the Transfer Act; and

**WHEREAS**, PMNJ operates the public broadcasting system to the extent that it provides Programming and other services to the Authority pursuant to the PMNJ Agreement;

**WHEREAS**, the State Treasurer had allocated \$100,000 from the Trust Fund (the “Trust Fund Allocation”) to the Authority for transfer to PMNJ for the purpose of purchasing the Equipment Upgrades primarily used for enhancing and improving the New Jersey-centric NJ Today news and public affairs program currently produced by PMNJ and broadcasted on the Stations; and

**WHEREAS**, the Authority authorized by resolution approved on July 31, 2013 entering into a memorandum of understanding with PMNJ concerning the Equipment Upgrades to ensure that the Trust Fund Allocation was used to purchase Equipment Upgrades for enhancing and improving the New Jersey-centric NJ Today news and public affairs program currently produced by PMNJ and broadcasted on the Stations; and

**WHEREAS**, the Authority entered into a memorandum of understanding with PMNJ dated November 6, 2013, concerning the Equipment Upgrades; and

**WHEREAS**, subsequent to the entry into the MOU by the Authority and PMNJ, equipment needs for PMNJ changed between the time of the original request and implementation due to the rapid growth and expansion of the NJTV News, including the addition of more reporters and producers; and

**WHEREAS**, the Authority wishes to authorize the reprogramming of funds between budget categories for the Equipment Upgrades as set for in and attached hereto as Exhibit A and to authorize the amendment of the MOU accordingly.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Authority hereby authorizes the reprogramming of funds between budget categories for the Equipment Upgrades as set for in and attached hereto as Exhibit A and authorizes the amendment of the MOU accordingly.

2. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution of the New Jersey Public Broadcasting Authority Concerning Certain Equipment Purchases by Public Media NJ, Inc. in Support of Programming on the Stations. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution of the New Jersey Public Broadcasting Authority Concerning Certain Equipment Purchases by Public Media NJ, Inc. in Support of Programming on the Stations was voted upon and approved unanimously.

**9. RESOLUTION APPROVING AN EDUCATION BROADBAND SERVICE LONG-TERM DE FACTO LEASE AGREEMENT BETWEEN THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AND SPRINT SPECTRUM L.P.**

**RESOLUTION APPROVING AN EDUCATIONAL BROADBAND SERVICE LONG-TERM DE FACTO LEASE AGREEMENT BETWEEN THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AND SPRINT SPECTRUM L.P.**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Federal Communications Commission (“FCC”) has authorized the following channel (the “Channel”) under the following call sign (the “License”) to the Authority to transmit in the following market area:

Market	License	Channels
Trenton, NJ	WLX250	C1

**WHEREAS**, the Authority desires to enter into an Educational Broadband Service Long-Term De Facto Transfer Lease Agreement (the “Agreement”) with Sprint Spectrum L.P., a Delaware limited partnership (“Sprint”) to effectuate a lease of the Authority’s excess capacity on the Channel which, pursuant to FCC rules, regulations and policies, can be made available for commercial use; and

**WHEREAS**, the Members of the Authority wish to approve the entry into the Agreement by the Authority.

**NOW, THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS OF**



## **THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve entry into the Agreement by the Authority with Sprint and approve the form of the Agreement attached hereto as Exhibit A with such changes, insertions deletions and omissions as the Executive Director shall approve, with the advice of the Attorney General of the State of New Jersey.
2. The Members of the Authority authorize and delegate to the Executive Director to execute and enter into the Agreement and to perform any and all necessary actions and to execute any and all agreements or documents necessary in order to effectuate the Agreement.
3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving an Education Broadband Service Long-term de Facto Lease Agreement between the New Jersey Public Broadcasting Authority and Sprint Spectrum L.P. Mr. Inglesino made the motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution Approving an Education Broadband Service Long-term de Facto Lease Agreement between the New Jersey Public Broadcasting Authority and Sprint Spectrum L.P. was voted upon and approved unanimously.

## **10. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN SUBCARRIER COMMUNICATIONS AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

### **RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN SUBCARRIER COMMUNICATIONS AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Authority wishes to enter into a Tower Access and License Agreement (the “Agreement”) with Subcarrier Communications (“SUBCOMM”) for the purpose of providing access and a license to place wireless telecommunications equipment on the Authority’s broadcasting tower located at 42 Clove Road, Little Falls, New Jersey (the “Tower”); and

**WHEREAS**, the term of the Agreement will be for five (5) years with four five (5) year renewal options with an initial license fee of \$27,600 per year with a three percent per year license fee escalator and includes participating in \$275,000 in tower structural upgrades required in order to install the wireless telecommunications equipment pursuant to the Agreement; and;

**WHEREAS**, SUBCOMM is only authorized to install equipment which has been approved by the Authority's engineering department and is consistent with current standards and policies;

**WHEREAS**, the Authority wishes to approve the entry into the Agreement with SUBCOMM;

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Subcarrier Communications and the New Jersey Public Broadcasting Authority. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between Subcarrier Communications and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

**11. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN INTERNET SERVICES TELCO, LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN INTERNET SERVICES TELCO, LLC AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Authority wishes to enter into a Tower Access and License Agreement (the “Agreement”) with Internet Services Telco, LLC (“IST”) for the purpose of providing access and a license to place wireless telecommunications equipment on the Authority’s broadcasting tower located at 42 Clove Road, Little Falls, New Jersey (the “Tower”); and

**WHEREAS**, the term of the Agreement will be for three (3) years with four three (3) year renewal options with an initial license fee of \$55,860 per year. The Agreement includes a license fee escalator of three (3) percent every two (2) years and includes participating in \$275,000 in tower structural upgrades required in order to install the wireless telecommunications equipment pursuant to the Agreement; and

**WHEREAS**, IST is only authorized to install equipment which has been approved by the Authority’s engineering department and is consistent with current standards and policies; and

**WHEREAS**, the Authority wishes to approve the entry into the Agreement with IST;

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement, including, but not limited to, execution and delivery of documents in connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between Internet Services Telco, LLC and the New Jersey Public Broadcasting Authority. Mr. Inglesino made the motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution Approving a Tower Access and License

Agreement Between Internet Services Telco, LLC and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

## **12. RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN WYRS BROADCASTING AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

### **RESOLUTION APPROVING A TOWER ACCESS AND LICENSE AGREEMENT BETWEEN WYRS BROADCASTING AND THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, the Authority wishes to enter into a Tower Access and License Agreement (the “Agreement”) with WYRS Broadcasting – a New Jersey Non-profit Organization (“WYRS”) for the purpose of providing access and a license to place wireless telecommunications equipment on the Authority’s broadcasting tower located at Stockton College, Galloway, New Jersey (the “Tower”); and

**WHEREAS**, the term of the Agreement will be for five (5) years with four five (5) year renewal options with an initial license fee of \$1,200 per year with a ten percent license fee escalator at each 5 year term renewal and;

**WHEREAS**, WYRS is only authorized to install equipment which has been approved by the Authority’s engineering department and is consistent with current standards and policies;

**WHEREAS**, the Authority wishes to approve the entry into the Agreement with WYRS;

### **NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY AS FOLLOWS:**

1. The Members of the Authority hereby approve the Agreement attached hereto as Exhibit A, in substantially the form presented to at this meeting and authorize the Executive Director to execute and deliver the Agreement, with such changes, revisions and omissions in consultation with the Office of the Attorney General.

2. The Members of the Authority hereby approve the execution and delivery of any documents necessary to effectuate and implement the Agreement, and authorize the Executive Director to take any and all action necessary to effectuate and implement the Agreement, including, but not limited to, execution and delivery of documents in

connection therewith.

3. This resolution shall take effect immediately in accordance with the Act.

Chair Sidamon-Eristoff asked for a motion to approve the Resolution Approving a Tower Access and License Agreement Between WYRS Broadcasting and the New Jersey Public Broadcasting Authority. Mr. Della Pelle made the motion to approve the resolution. Mr. Inglesino seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution Approving a Tower Access and License Agreement Between WYRS Broadcasting and the New Jersey Public Broadcasting Authority was voted upon and approved unanimously.

### **13. RESOLUTION OF APPRECIATION FOR CORNELL W. BROOKS FOR DEDICATED SERVICE TO THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

#### **RESOLUTION OF APPRECIATION FOR CORNELL W. BROOKS FOR DEDICATED SERVICE TO THE NEW JERSEY PUBLIC BROADCASTING AUTHORITY**

**WHEREAS**, the New Jersey Public Broadcasting Authority (the “Authority”) was created pursuant to the New Jersey Public Broadcasting Authority Act of 1968, L. 1968, c. 405, as amended (the “Original Act”), including by the New Jersey Public Broadcasting System Transfer Act, L. 2010, c. 104 (the “Transfer Act,” and together with the Original Act, the “Act”); and

**WHEREAS**, Mr. Brooks was appointed to the Board of the New Jersey Public Broadcasting Authority (“NJPBA”) in January 2011; and was an active participant during an important period of transition and providing leadership and guidance as the organization transitioned to a new operating model, and

**WHEREAS**, Mr. Brooks served as Vice Chair of the Board; and served as the Chair as needed, was a regular and thoughtful participant in Board meetings, and

**WHEREAS**, Mr. Brooks was integral in establishing the NJPBA Archives Committee, serving as Chair since its inauguration and providing leadership and guidance to secure funding for the creation of a digital inventory of NJPBA’s media assets and launch the first digitization of assets project; and

**WHEREAS**, Mr. Brooks resigned his membership from the Board upon accepting the position of President of the National Association for the Advancement of Colored People.

**WE, THEREFORE, RESOLVE, on this ninth day of September, two**

**thousand fourteen, to commend Cornell W. Brooks for his outstanding leadership and dedicated service to the New Jersey Public Broadcasting Authority.**

Chair Sidamon-Eristoff asked for a motion to approve the Resolution of Appreciation for Cornell W. Brooks for Dedicated Service to the New Jersey Public Broadcasting Authority. Mr. Inglesino made the motion to approve the resolution. Mr. Della Pelle seconded the motion. Chair Sidamon-Eristoff called for a vote. The motion to approve the Resolution of Appreciation for Cornell W. Brooks for Dedicated Service to the New Jersey Public Broadcasting Authority was voted upon and approved unanimously. Chair Andrew Sidamon-Eristoff made a few brief, personal comments in appreciation of Mr. Brooks's thoughtful, diligent, and dedicated service to the NJPBA.

#### **14. ADJOURNMENT**

At 12:13 p.m. Mr. Inglesino exited the meeting; quorum was lost, and the meeting adjourned.